

EXHIBIT D

BURBERRY

BY FED EX

January 30, 2003

Mr. Gary Wolff
President
Wolff Shoe Company
1705 Larkin Williams Road
Fenton, Missouri 63026

Re: Infringing Burberry Products

Dear Mr. Wolff:

I am writing on behalf of Burberry Limited ("Burberry"), a global luxury brand company involved in the design, manufacture, advertising, distribution and sale of clothing, handbags and accessories. Over the past 80 years, Burberry has continuously used in connection with its products a distinctive plaid check design trademark in a variety of colors (the "BURBERRY CHECK"), including its classic tan, black, red and white pattern. As a result of many years of extensive advertising, significant sales, and widespread publicity, Burberry's BURBERRY CHECK has become a strong, famous trademark entitled to a broad scope of protection, and is one of Burberry's most important business assets.

In recognition of Burberry's exclusive rights to its mark, over the past 20 years, the United States Trademark Office has granted Burberry several federal trademark registrations for the BURBERRY CHECK for a variety of clothing and accessories, including U.S. Reg. No. 1,241,222 and U.S. Reg. No. 2,022,789 (copies attached hereto). These federal registrations are *prima facie* evidence and "constructive notice" of the validity and Burberry's ownership of and exclusive right to use this mark. See United States Trademark Act, 15 U.S.C. §§ 1057(b), 1115(a) and 1072. Burberry also has significant common law (unregistered) rights to its BURBERRY CHECK design for a wide variety of colors and products. See 15 U.S.C. § 1125(a).

As you may appreciate, the manufacture, distribution, advertising, offer for sale and sale of products that substantially resemble the famous BURBERRY CHECK are serious violations of Burberry's trademark rights under various federal and state laws, entitling Burberry to injunctive and monetary relief. See 15 U.S.C. §§ 1114, 1125 and 1116-1118. Burberry simply cannot allow its famous BURBERRY CHECK design mark – a cornerstone of Burberry's entire company – to be diluted or infringed by such products.

It has come to our attention that Wolff Shoe Company, through its MARMI stores and catalogs and under the VANELI trademark, has been engaged in the sale of various styles of shoes

and handbags constructed with a plaid check design fabric that infringe on Burberry's BURBERRY CHECK trademark.

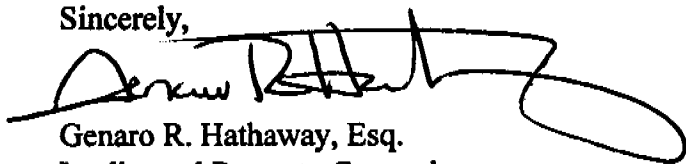
We are confident that your company recognizes the importance of and safeguards its own intellectual property, and has a healthy respect for the intellectual property rights of others. As such, we assume that your company simply was not aware of the significant proprietary nature of Burberry's BURBERRY CHECK design trademark. However, now that you have the benefit of this information, we are also confident that you will work with us reasonably to address this matter.

To that end, we ask that you take whatever measures are necessary *immediately to recall* the subject products and any other items bearing Burberry's BURBERRY CHECK design and variations thereof, *and to stop* any further manufacture, advertising, and offer for sale, sale or distribution of such items. We request that you *confirm this in writing*, along with an *assurance that your company will not in the future sell* any such items.

We also must resolve prior sales and prevent further manufacture of new inventory and even inadvertent further sale of existing inventory. As such, *please provide the details of your company's purchase, sale, inventory, suppliers and manufacturers* of all items bearing Burberry's mark and variations thereof, including the present clothing, and *deliver to us all existing inventory* of such items for our destruction.

Since this matter is of significant concern to Burberry, we would appreciate your favorable response within 5 business dates of the date of this letter in order to promptly and amicably resolve this matter. If we do not receive a favorable response, Burberry reserves the right to proceed with the necessary legal action to fully protect its trademark right.

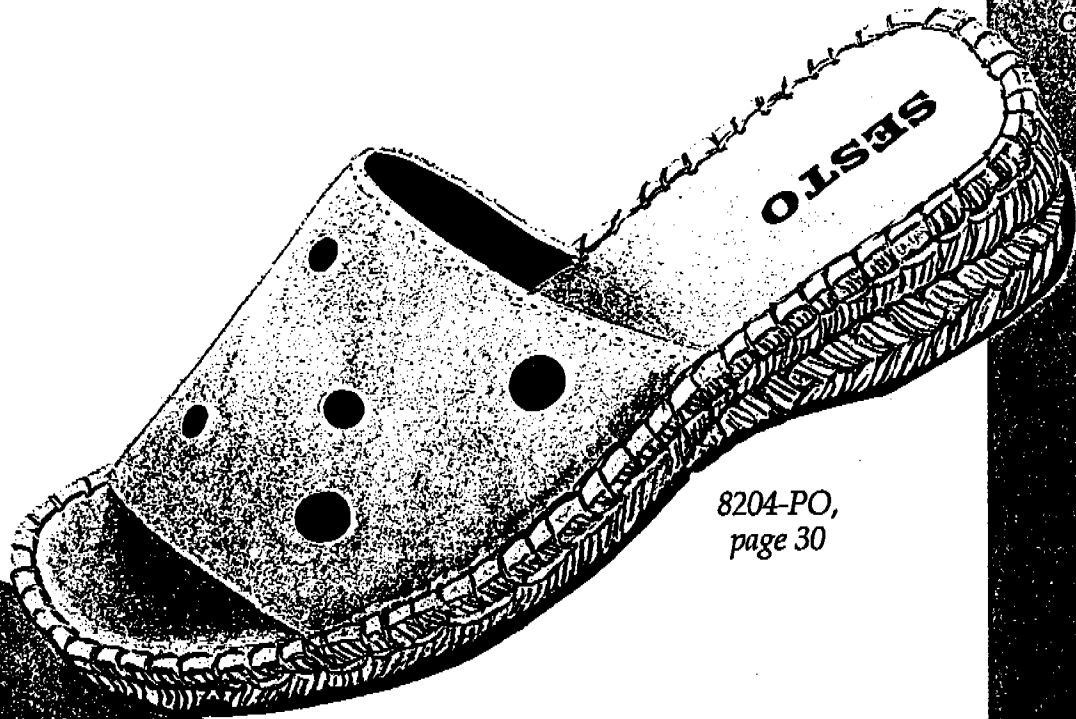
Sincerely,

A handwritten signature in black ink, appearing to read "Genaro R. Hathaway", with a large, stylized flourish extending from the end of the signature.

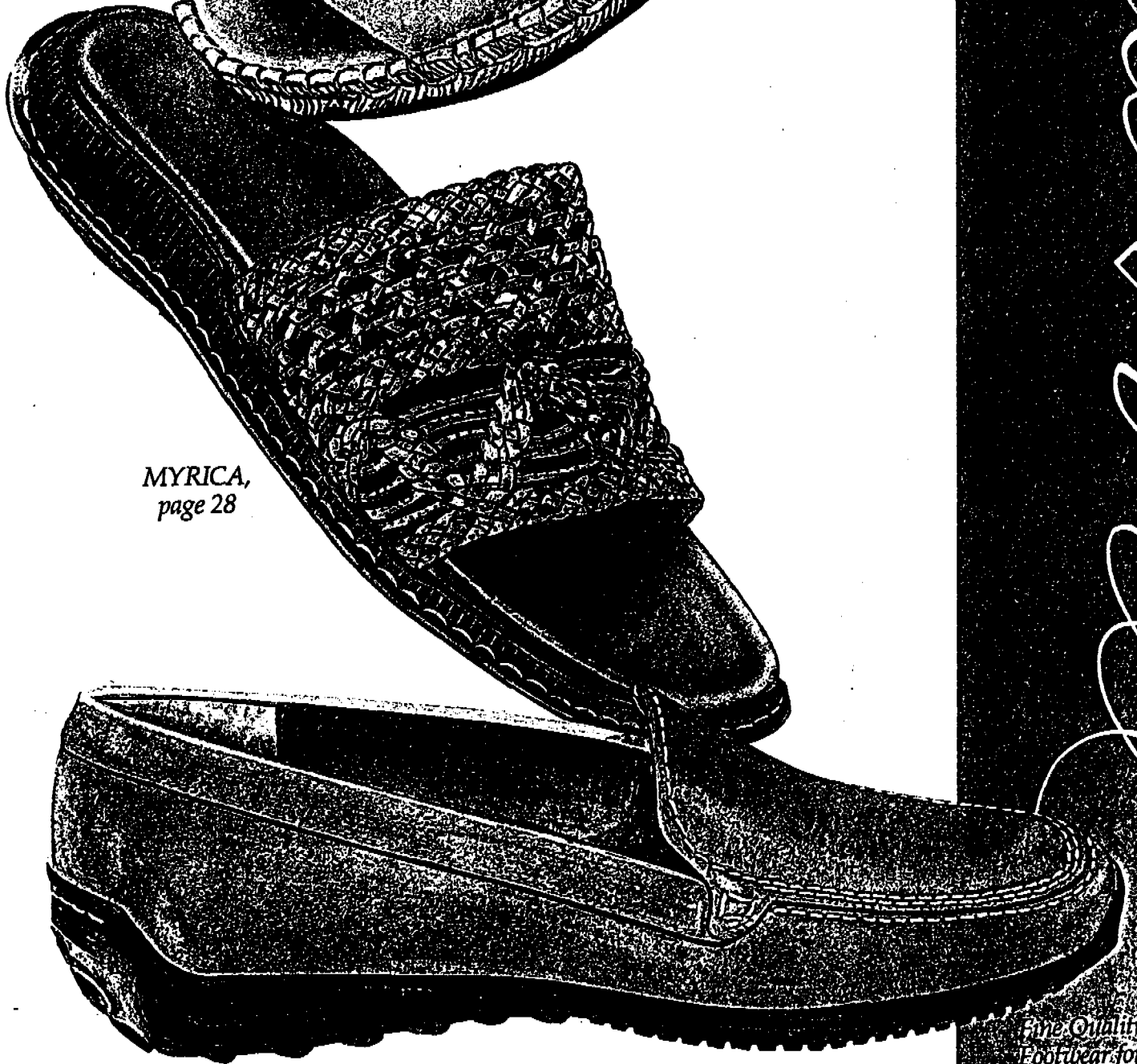
Genaro R. Hathaway, Esq.
Intellectual Property Counsel

Attachments

Spring 2003
Catalog \$2.00



8204-PO,
page 30



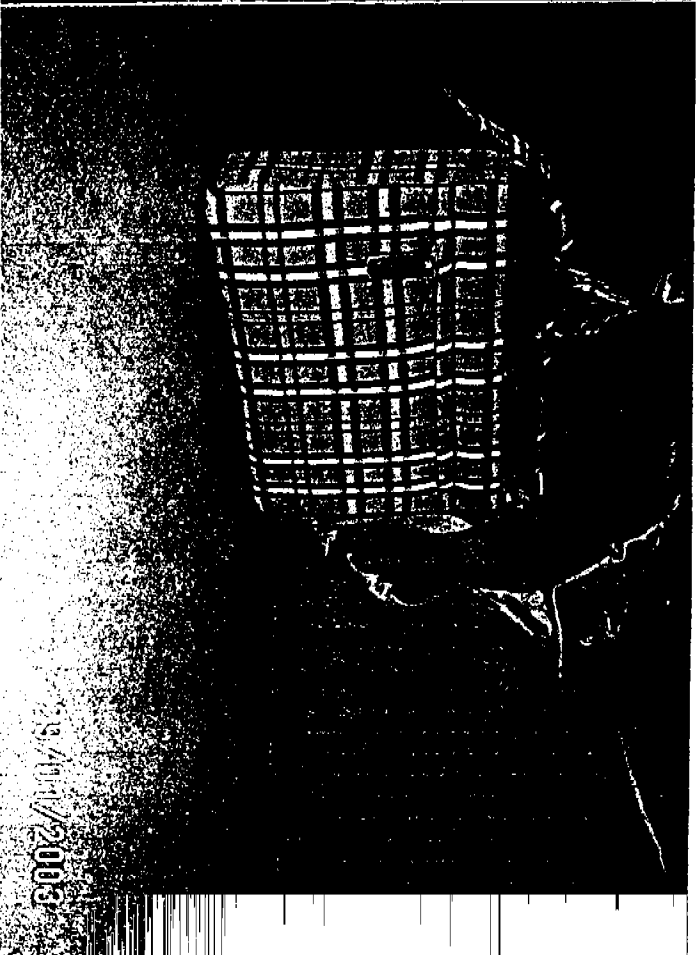
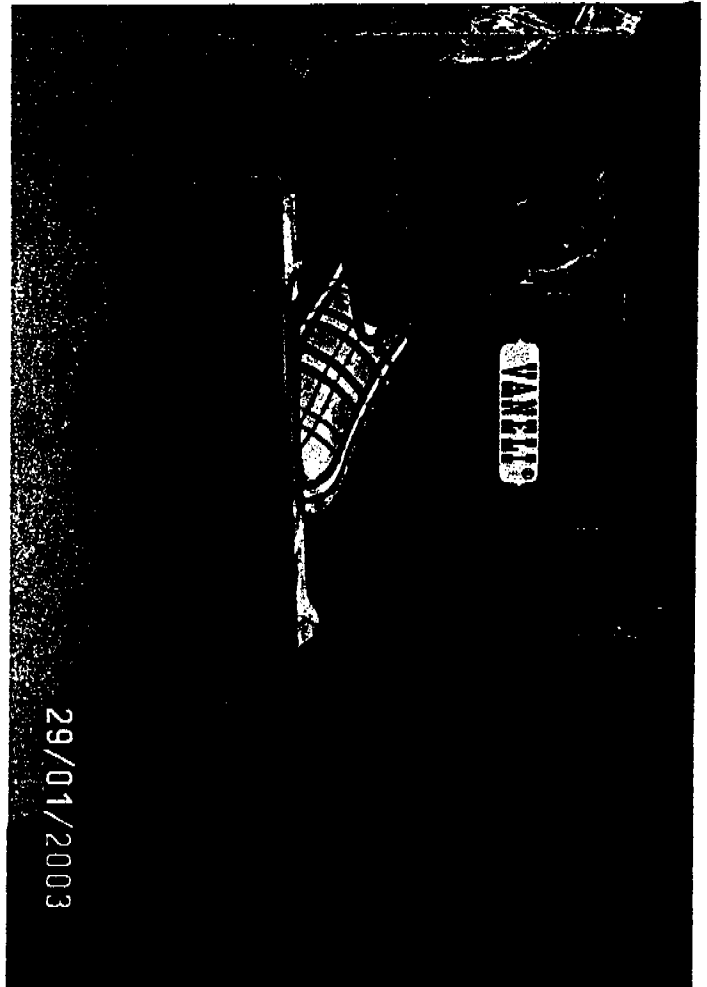
MYRICA,
page 28



SHEEN,
page 33

Fine Quality
Footwear for the
Fashion-Conscious
Woman

new





Nº 1241222

THE UNITED STATES OF AMERICA

CERTIFICATE OF REGISTRATION

This is to certify that the records of the Patent and Trademark Office show that an application was filed in said Office for registration of the Mark shown herein, a copy of said Mark and pertinent data from the Application being annexed hereto and made a part hereof,

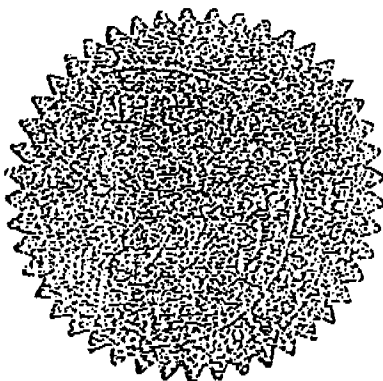
And there having been due compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks,

Upon examination, it appeared that the applicant was entitled to have said Mark registered under the Trademark Act of 1946, and the said Mark has been duly registered this day in the Patent and Trademark Office on the

PRINCIPAL REGISTER

to the registrant named herein.

This registration shall remain in force for Twenty Years unless sooner terminated as provided by law.



In Testimony Whereof I have hereunto set my hand and caused the seal of the Patent and Trademark Office to be affixed this seventh day of June, 1983.

A handwritten signature in ink, likely belonging to the Acting Commissioner of Patents and Trademarks.

ACTING COMMISSIONER OF PATENTS AND TRADEMARKS

Int. Cl.: 25

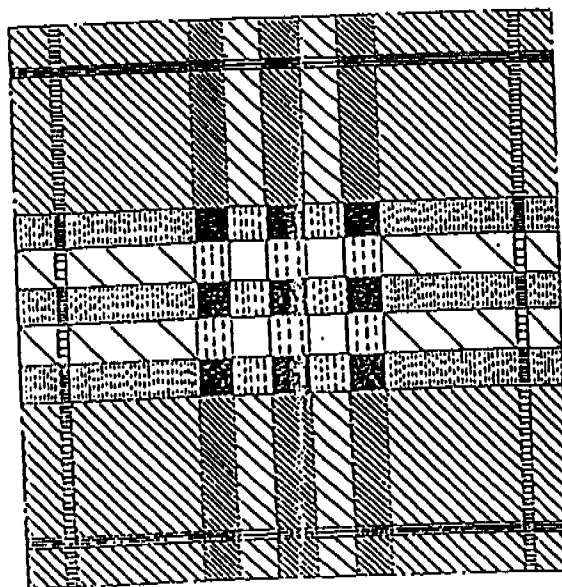
Prior U.S. Cl.: 39

United States Patent and Trademark Office

Reg. No. 1,241,222

Registered Jun. 7, 1983

TRADEMARK
Principal Register



Burberrys Limited (United Kingdom corporation)
18/22 Haymarket
London, England SW1Y 4DQ

For: COATS, TOP COATS, JACKETS, TROUSERS, SLACKS, WAISTCOATS, SKIRTS, CAPES, HATS, BONNETS, BERETS, SHIRTS, SCARVES, SHAWLS AND BLOUSES, in CLASS 25 (U.S. Cl. 39).

First use Mar. 1, 1923; in commerce Jul. 1, 1924.

The designated colors are a feature of the mark and the colors and shades of colors are light tan, dark

tan, light brown, dark brown, black, white, very dark red, dark red, medium red, light red, dark grey, medium grey and light grey.

Sec. 2(f).

Scr. No. 170,890, filed May 18, 1978.

HENRY S. ZAK, Examining Attorney

The United States of America



CERTIFICATE OF REGISTRATION
PRINCIPAL REGISTER

The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.

The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks, and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.

A copy of the Mark and pertinent data from the application are a part of this certificate.

This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.



Denise Lehman

Commissioner of Patents and Trademarks

Int. Cls.: 18, 24, 25 and 28

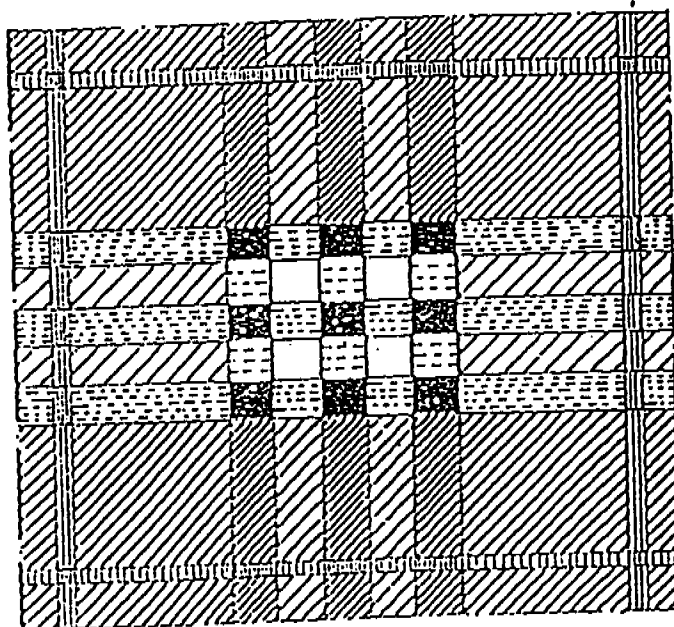
Prior U.S. Cls.: 1, 2, 3, 22, 23, 38, 39, 41, 42 and 50

Reg. No. 2,022,789

United States Patent and Trademark Office

Registered Dec. 17, 1996

TRADEMARK
PRINCIPAL REGISTER



BURBERRY'S LIMITED (UNITED KINGDOM
LIMITED LIABILITY COMPANY)
18-22 HAYMARKET
LONDON SW1Y 4DQ, ENGLAND

FOR: SUITCASES, TRAVELING BAGS, HOLDALLS, SUIT AND GARMENT CARRIERS FOR TRAVEL, ATTACHE CASES, DOCUMENT CASES, BRIEFCASES, PURSES, DRAWSTRING POUCHES, WALLETS, BILLFOLDS, PASSPORT HOLDERS, KEY CASES, HANDBAGS, SHOULDER BAGS, CREDIT CARD CASES, BUSINESS CARD CASES, TOILET BAGS SOLD EMPTY, TOILET CASES SOLD EMPTY, SHAVING BAGS SOLD EMPTY, TIE CASES FOR TRAVEL, UMBRELLAS AND PARASOLS, IN CLASS 18 (U.S. CLS. 1, 2, 3, 22 AND 41).

FIRST USE 0-0-1969; IN COMMERCE 0-0-1974.

FOR: TRAVELING COMFORTER, NAMELY, FABRIC BLANKET-LIKE ARTICLES FOR KEEPING WARM, E.G., WHEN TRAVELING IN COLD CLIMATES, OR FOR USE AS A STADIUM BLANKET, IN CLASS 24 (U.S. CLS. 42 AND 50).

FIRST USE 3-0-1976; IN COMMERCE 0-0-1976.

FOR: CLOTHING FOR MEN AND WOMEN, NAMELY, SCARVES, PULLOVERS, CARDIGANS, SWEATERS, OVERCOATS, RAINCOATS, SHIRTS, BELTS, SLIPPERS FOR MEN, IN CLASS 25 (U.S. CLS. 22 AND 39).

FIRST USE 3-1-1923; IN COMMERCE 7-1-1924.



Nº 1393979

THE UNITED STATES OF AMERICA

CERTIFICATE OF REGISTRATION

This is to certify that the records of the Patent and Trademark Office show that an application was filed in said Office for registration of the Mark shown herein, a copy of said Mark and pertinent data from the Application being annexed hereto and made a part hereof,

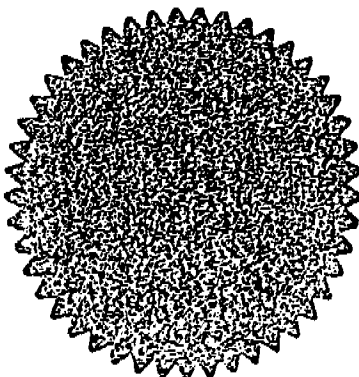
And there having been due compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks,

Upon examination, it appeared that the applicant was entitled to have said Mark registered under the Trademark Act of 1946, and the said Mark has been duly registered this day in the Patent and Trademark Office on the

PRINCIPAL REGISTER

to the registrant named herein.

This registration shall remain in force for Twenty Years unless sooner terminated as provided by law.



In Testimony Whereof I have hereunto set my hand and caused the seal of the Patent and Trademark Office to be affixed this twentieth day of May 1986.

A handwritten signature in cursive script, reading "Ronald D. Higgins".

Int. Cls.: 14, 18, 24 and 28

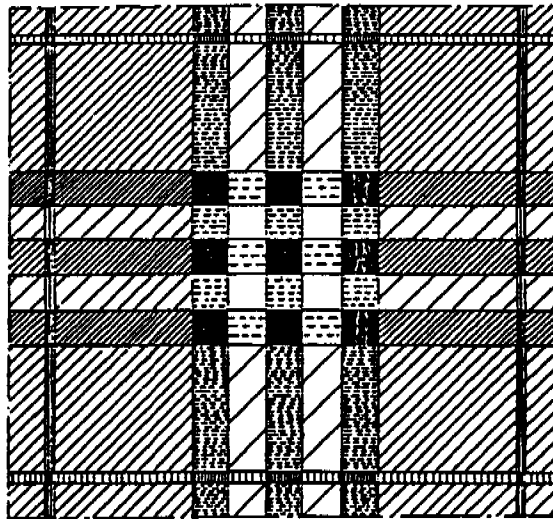
Prior U.S. Cls.: 3, 22, 27, 41 and 42

United States Patent and Trademark Office

Reg. No. 1,393,979

Registered May 20, 1986

**TRADEMARK
PRINCIPAL REGISTER**



BURBERRYS LIMITED (UNITED KINGDOM
CORPORATION)
18-22 HAYMARKET
LONDON, ENGLAND SW1Y 4DQ

FOR: WATCHES, IN CLASS 14 (U.S. CL. 27).
FIRST USE 9-0-1981; IN COMMERCE
3-0-1982.

FOR: KEY CASES, WALLETTS, LUGGAGE,
ATTACHE CASES, UMBRELLAS AND
PURSES, IN CLASS 18 (U.S. CLS. 3 AND 41).
FIRST USE 0-0-1969; IN COMMERCE
0-0-1974.

FOR: BLANKETS, IN CLASS 24 (U.S. CL. 42).
FIRST USE 3-0-1976; IN COMMERCE
0-0-1976.

FOR: GOLF BAGS AND GOLF CLUB
COVERS, IN CLASS 28 (U.S. CL. 22).

FIRST USE 9-0-1981; IN COMMERCE
9-0-1981.

OWNER OF U.S. REG. NO. 1,241,222.

THE DESIGNATED COLORS ARE A FEAT-
URE OF THE MARK, AND THE COLORS
AND SHADES OF COLORS ARE LIGHT TAN,
DARK TAN, LIGHT BROWN, DARK BROWN,
BLACK, WHITE, VERY DARK RED, DARK
RED, MEDIUM RED, LIGHT RED, DARK
GRAY, MEDIUM GRAY AND LIGHT GRAY.

SEC. 2(F).

SER. NO. 553,275, FILED 8-13-1985.

ROBERT PEVERADA, EXAMINING ATTOR-
NEY